

**Must be
Postmarked
No Later Than
April 13, 2018**

**In re TerraForm Global, Inc. Securities Litigation
c/o GCG
P.O. Box 10539
Dublin, OH 43017-4539
(888) 684-5070
www.TerraFormGlobalLitigationSettlement.com**

TFG



Claim Number:

Control Number:

PROOF OF CLAIM AND RELEASE FORM

IF YOU PURCHASED OR OTHERWISE ACQUIRED TERRAFORM GLOBAL, INC. ("Global") COMMON STOCK PURSUANT TO OR TRACEABLE TO GLOBAL'S INITIAL PUBLIC OFFERING ("IPO"), YOU ARE A "SETTLEMENT CLASS MEMBER" AND YOU MAY BE ENTITLED TO SHARE IN THE SETTLEMENT PROCEEDS.

EXCLUDED FROM THE SETTLEMENT CLASS ARE: (I) GLOBAL; (II) AHMAD CHATILA, CARLOS DOMENECH ZORNOZA, JEREMY AVENIER, MARTIN TRUONG, BRIAN WUEBBELS (THE "INDIVIDUAL DEFENDANTS"); (III) J.P. MORGAN SECURITIES LLC, BARCLAYS CAPITAL INC., CITIGROUP CAPITAL MARKETS, INC., MORGAN STANLEY & CO. LLC, GOLDMAN SACHS & CO. (N/K/A GOLDMAN SACHS & CO. LLC), MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORATED, DEUTSCHE BANK SECURITIES INC., BTG PACTUAL US CAPITAL LLC, ITAÚ BBA USA SECURITIES, INC., SMBC NIKKO SECURITIES AMERICA, INC., SG AMERICAS SECURITIES, LLC, AND KOTAK MAHINDRA INC. (THE "UNDERWRITER DEFENDANTS") (COLLECTIVELY WITH GLOBAL AND THE INDIVIDUAL DEFENDANTS, THE "DEFENDANTS"); (IV) DEFENDANTS' RESPECTIVE SUCCESSORS AND ASSIGNS; (V) PAST AND CURRENT OFFICERS AND DIRECTORS OF GLOBAL, SUNEDISON, INC., AND THE UNDERWRITER DEFENDANTS; (VI) BLOOD RELATIVES AND HOUSEHOLD MEMBERS OF ANY INDIVIDUAL DEFENDANT; (VII) THE LEGAL REPRESENTATIVES, HEIRS, SUCCESSORS OR ASSIGNS OF THE INDIVIDUAL DEFENDANTS; (VIII) ANY ENTITY IN WHICH ANY OF THE ABOVE EXCLUDED PERSONS HAVE OR HAVE HAD A MAJORITY OWNERSHIP INTEREST; (IX) OPT-OUTS; AND (X) PERSONS WHO HAVE NO COMPENSABLE DAMAGES.

IF YOU ARE A SETTLEMENT CLASS MEMBER, YOU MUST COMPLETE AND SUBMIT THIS FORM IN ORDER TO BE ELIGIBLE FOR ANY SETTLEMENT BENEFITS.

YOU MUST COMPLETE AND SIGN THIS PROOF OF CLAIM AND RELEASE FORM ("PROOF OF CLAIM") AND MAIL IT BY FIRST CLASS MAIL, POSTMARKED NO LATER THAN APRIL 13, 2018 TO GCG, THE CLAIMS ADMINISTRATOR, AT THE FOLLOWING ADDRESS:

**In re TerraForm Global, Inc. Securities Litigation
c/o GCG
P.O. Box 10539
Dublin, OH 43017-4539**

YOUR FAILURE TO SUBMIT YOUR CLAIM BY APRIL 13, 2018 WILL SUBJECT YOUR CLAIM TO REJECTION AND PRECLUDE YOU FROM RECEIVING ANY MONEY IN CONNECTION WITH THE SETTLEMENT OF THIS ACTION. DO NOT MAIL OR DELIVER YOUR CLAIM TO THE COURT OR TO ANY OF THE PARTIES OR THEIR COUNSEL AS ANY SUCH CLAIM WILL BE DEEMED NOT TO HAVE BEEN SUBMITTED. SUBMIT YOUR CLAIM ONLY TO THE CLAIMS ADMINISTRATOR. IF YOU ARE A SETTLEMENT CLASS MEMBER AND DO NOT SUBMIT A PROPER PROOF OF CLAIM, YOU WILL NOT SHARE IN THE SETTLEMENT BUT YOU NEVERTHELESS WILL BE BOUND BY THE ORDER AND FINAL JUDGMENT OF THE COURT, INCLUDING THE RELEASE, UNLESS YOU EXCLUDE YOURSELF.

SUBMISSION OF A PROOF OF CLAIM DOES NOT ASSURE THAT YOU WILL SHARE IN THE PROCEEDS OF THE SETTLEMENT.

IF YOU PURCHASED OR ACQUIRED GLOBAL COMMON STOCK AND HELD THE CERTIFICATE(S) IN YOUR NAME, YOU ARE THE BENEFICIAL OWNER AS WELL AS THE RECORD HOLDER. IF, HOWEVER, THE CERTIFICATE(S) WERE REGISTERED IN THE NAME OF A THIRD PARTY, SUCH AS A NOMINEE OR BROKERAGE FIRM THROUGH WHICH YOU PURCHASED THE STOCK, YOU ARE THE BENEFICIAL OWNER AND THE THIRD PARTY IS THE RECORD HOLDER.

IF YOU ARE NOT A MEMBER OF THE CLASS, DO NOT SUBMIT A PROOF OF CLAIM.

Important - This form should be completed IN CAPITAL LETTERS using BLACK or DARK BLUE ballpoint/fountain pen. Characters and marks used should be similar in the style to the following:

A B C D E F G H I J K L M N O P Q R S T U V W X Y Z 1 2 3 4 5 6 7 0



PART I - CLAIMANT IDENTIFICATION

Claimant or Representative Contact Information:

The Claims Administrator will use this information for all communications relevant to this Claim (including the check, if eligible for payment). If this information changes, you **MUST** notify the Claims Administrator in writing at the address above.

Name(s) (as you would like the name(s) to appear on the check, if eligible for payment):

Grid for Name(s) input

Street Address:

Grid for Street Address input

City:

Grid for City input

State: **Zip Code:** **Country (if Other than U.S.):**

Grid for State, Zip Code, and Country input

Last 4 digits of Claimant SSN/TIN:¹

Grid for Last 4 digits of SSN/TIN input

Daytime Telephone Number:

Evening Telephone Number:

Grid for Daytime and Evening Telephone Number input

Email Address (Email address is not required, but if you provide it you authorize the Claims Administrator to use it in providing you with information relevant to this claim.)

Grid for Email Address input

NOTICE REGARDING ELECTRONIC FILES: Certain Investors with large numbers of transactions may request to, or may be requested to, submit information regarding their transactions in electronic files. To obtain the mandatory electronic filing requirements and file layout, you may visit the Settlement website at www.TerraFormGlobalLitigationSettlement.com or you may e-mail the Claims Administrator at eclaim@choosegcg.com. Any file not in accordance with the required electronic filing format will be subject to rejection. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues an email after processing your file with your claim numbers and respective account information. Do not assume that your file has been received or processed until you receive this email.

To view GCG's Privacy Notice, please visit <http://www.choosegcg.com/privacy>

¹The last four digits of the taxpayer identification number (TIN), consisting of a valid Social Security Number (SSN) for individuals or Employer Identification Number (EIN) for business entities, trusts, estates, etc., and telephone number of the beneficial owner(s) may be used in verifying this claim.



PART II - CLAIMANT'S STATEMENT

1. I (we) purchased TerraForm Global, Inc. ("Global") common stock.
2. By submitting this Proof of Claim, I (we) state that I (we) believe in good faith that I am (we are) a Settlement Class Member(s) as defined above and in the Notice of Pendency and Proposed Settlement of Class Action (the "Notice"), or am (are) acting for such person(s); that I am (we are) not a Defendant in the Action or anyone excluded from the Settlement Class; that I (we) have read and understand the Notice; that I (we) believe that I am (we are) entitled to receive a share of the Net Settlement Fund, as defined in the Notice; and that I (we) have not filed a request for exclusion. (If you are acting in a representative capacity on behalf of a Settlement Class Member [e.g., as an executor, administrator, trustee, or other representative], you must submit evidence of your current authority to act on behalf of that Settlement Class Member. Such evidence would include, for example, letters testamentary, letters of administration, or a copy of the trust documents.)
3. I (we) consent to the jurisdiction of the Court with respect to all questions concerning the validity of this Proof of Claim. I (we) understand and agree that my (our) claim may be subject to investigation and discovery under the Federal Rules of Civil Procedure, provided that such investigation and discovery shall be limited to my (our) status as a Settlement Class Member(s) and the validity and amount of my (our) claim. No discovery shall be allowed on the merits of the Action or Settlement in connection with processing of the Proof of Claim.
4. I (we) have set forth where requested below all relevant information with respect to each purchase of Global common stock, and each sale, if any, of such securities. I (we) agree to furnish additional information to the Claims Administrator to support this claim if requested to do so.
5. I (we) have enclosed photocopies of the stockbroker's confirmation slips, stockbroker's statements, or other documents evidencing each purchase and sale of Global common stock listed below in support of my (our) claim. (IF ANY SUCH DOCUMENTS ARE NOT IN YOUR POSSESSION, PLEASE OBTAIN A COPY OR EQUIVALENT DOCUMENTS FROM YOUR BROKER OR TAX ADVISOR BECAUSE THESE DOCUMENTS ARE NECESSARY TO PROVE AND PROCESS YOUR CLAIM.)
6. I (we) understand that the information contained in this Proof of Claim is subject to such verification as the Claims Administrator may request or as the Court may direct, and I (we) agree to cooperate in any such verification. (The information requested herein is designed to provide the minimum amount of information necessary to process most simple claims. The Claims Administrator may request additional information as required to efficiently and reliably calculate your claim. In some cases, the Claims Administrator may condition acceptance of the claim based upon the production of additional information, including, where applicable, information concerning transactions in any derivatives securities such as options.)
7. Upon the occurrence of the Court's approval of the Settlement, as detailed in the Notice, I (we) agree and acknowledge that my (our) signature(s) hereto shall effect and constitute a full and complete release, remise and discharge by me (us) and any other persons who are "Releasing Parties," as such term is defined in the Settlement Stipulation, as a result of their association with me (us) (or, if I am (we are) submitting this Proof of Claim on behalf of a corporation, a partnership, estate or one or more other persons, by it, him, her or them, and any other persons who are "Releasing Parties," as such term is defined in the Settlement Stipulation, as a result of their association with the Settlement Class Member(s) on whose behalf this form is submitted) of each of the "Released Parties" of all "Released Claims," as those terms are defined in the Settlement.
8. Upon the occurrence of the Court's approval of the Settlement, as detailed in the Notice, I (we) agree and acknowledge that my (our) signature(s) hereto shall effect and constitute a covenant by me (us) and any other persons who are "Releasing Parties," as such term is defined in the Settlement Stipulation, as a result of their association with me (us) (or, if I am (we are) submitting this Proof of Claim on behalf of a corporation, a partnership, estate or one or more other persons, by it, him, her or them, and any other persons who are "Releasing Parties" as such term is defined in the Settlement Stipulation as a result of their association with the Settlement Class Member(s) on whose behalf this form is submitted) to permanently refrain from prosecuting or attempting to prosecute any Released Claims against any of the Released Parties.
9. "Settlement Stipulation" has the meaning laid out in the Notice.
10. The following terms have the meaning laid out in the Settlement Stipulation: "Opt-outs," "Released Claims," "Released Parties," "Releasing Parties," and "Unknown Claims."
11. I (We) acknowledge that the inclusion of "Unknown Claims" in the definition of claims released pursuant to the Settlement Stipulation was separately bargained for and is a material element of the Settlement of which this release is a part.



PART III - SCHEDULE OF TRANSACTIONS IN TERRAFORM GLOBAL, INC. SECURITIES

A. BEGINNING HOLDINGS: State the total number of shares of TerraForm Global, Inc. common stock held at the close of trading on **July 30, 2015** (if none, enter "0"; if other than zero, must be documented):

Shares									

B. PURCHASES\ACQUISITIONS: Separately list each and every purchase or acquisition of TerraForm Global, Inc. common stock between **July 30, 2015** and **December 15, 2017**, both dates inclusive, and provide the following information (must be documented):

Purchase Date <i>(list chronologically)</i> Month/Day/Year	Number of Shares Purchased	Price Per Share <i>(excluding commissions, taxes, and other fees)</i>	Total Purchase Price <i>(excluding commissions, taxes, and other fees)</i>
/ /		.	.
/ /		.	.
/ /		.	.
/ /		.	.
/ /		.	.

C. SALES: Separately list each and every sale of TerraForm Global, Inc. common stock between **July 30, 2015** and **December 15, 2017**, both dates inclusive, and provide the following information (must be documented):

Sale Date <i>(list chronologically)</i> Month/Day/Year	Number of Shares Sold	Price Per Share <i>(excluding commissions, taxes, and other fees)</i>	Total Sale Price <i>(excluding commissions, taxes, and other fees)</i>
/ /		.	.
/ /		.	.
/ /		.	.
/ /		.	.
/ /		.	.

D. ENDING HOLDINGS: State the total number of shares of TerraForm Global, Inc. common stock held at the close of trading on **December 15, 2017** (if none, enter "0"; if other than zero, must be documented):

Shares									

IF YOU NEED ADDITIONAL SPACE TO LIST YOUR TRANSACTIONS YOU MUST
PHOTOCOPY THIS PAGE AND CHECK THIS BOX
IF YOU DO NOT CHECK THIS BOX THESE ADDITIONAL PAGES WILL NOT BE REVIEWED



PART IV - CERTIFICATION

I (We) submit this Proof of Claim under the terms of the Settlement Stipulation described in the Notice. I (We) also submit to the jurisdiction of the United States District Court for the Southern District of New York with respect to my (our) claim as a Settlement Class Member and for purposes of enforcing the release and covenant not to sue set forth herein. I (We) further acknowledge that I am (we are) bound by and subject to the terms of any judgment that may be entered in this Action. I (We) have not submitted any other claim covering the same purchases or sales of TerraForm Global, Inc. common stock and know of no other Person having done so on my (our) behalf.

I (We) certify that I am (we are) NOT subject to backup withholding under the provisions of Section 3406 (a)(1)(c) of the Internal Revenue Code because: (a) I am (We are) exempt from backup withholding; or (b) I (We) have not been notified by the I.R.S. that I am (we are) subject to backup withholding as a result of a failure to report all interest or dividends; or (c) the I.R.S. has notified me (us) that I am (we are) no longer subject to backup withholding.

NOTE: If you have been notified by the I.R.S. that you are subject to backup withholding, please strike out the above language that you are not subject to backup withholding.

I (We) hereby warrant and represent that I am (we are) not excluded from the Class.

UNDER THE PENALTIES OF PERJURY UNDER THE LAWS OF THE UNITED STATES, I (WE) CERTIFY THAT ALL OF THE INFORMATION I (WE) PROVIDED ON THIS PROOF OF CLAIM AND RELEASE FORM IS TRUE, CORRECT AND COMPLETE.

Executed this ____ day of _____ in _____
(Month) (Year) (City, State, Country)

Signature of Claimant

Date

Print Name of Claimant

Signature of Joint Claimant, if any

Date

Print Name of Joint Claimant, if any

Signature of Person signing on behalf of Claimant

Date

Capacity of person signing on behalf of Claimant, if other than an individual, (Executor, President, Custodian, etc.)

Print Name of Person signing on behalf of Claimant

**REMINDER CHECKLIST**

THIS PROOF OF CLAIM MUST BE SUBMITTED NO LATER THAN APRIL 13, 2018 AND MUST BE MAILED TO:

In re TerraForm Global, Inc. Securities Litigation
c/o GCG
P.O. Box 10539
Dublin, Ohio 43017-4539

A Proof of Claim received by the Claims Administrator shall be deemed to have been submitted when posted, if mailed by April 13, 2018 and if a postmark is indicated on the envelope and it is mailed first class and addressed in accordance with the above instructions. In all other cases, a Proof of Claim shall be deemed to have been submitted when actually received by the Claims Administrator.

The Claims Administrator will acknowledge receipt of your Proof of Claim by mail or email within 60 days of receipt. Your claim is not deemed filed until you receive such an acknowledgement. If you do not receive an acknowledgement within 60 days, please contact the Claims Administrator by telephone toll free at (888) 684-5070 or visit their website at www.TerraFormGlobalLitigationSettlement.com.

You should be aware that it will take a significant amount of time to process fully all of the Proofs of Claim and to administer the Settlement. This work will be completed as promptly as time permits, given the need to investigate and tabulate each Proof of Claim. Please notify the Claims Administrator of any change of address.

1. Please be sure to sign this Proof of Claim on page 5. If this Proof of Claim is submitted on behalf of joint claimants, then each claimant must sign.
2. Please remember to attach supporting documents. Do NOT send any stock certificates. Keep copies of everything you submit.
3. Do NOT use highlighter on the Proof of Claim or any supporting documents.
4. If you move or change your address, telephone number or email address, please submit the new information to the Claims Administrator, as well as any other information that will assist us in contacting you. NOTE: Failure to submit updated information to the Claims Administrator may result in the Claims Administrator's inability to contact you regarding issues with your claim or deliver payment to you.
5. If you filed your claim through the Online Filing portal on www.TerraFormGlobalLitigationSettlement.com, then you do not need to mail a hardcopy Proof of Claim for the same transactions. However, if you need to update your address or submit additional documentation, you must do so by mail or email.

***THIS PROOF OF CLAIM FORM MUST BE POSTMARKED (OR IF NOT SENT BY U.S. MAIL, RECEIVED)
NO LATER THAN APRIL 13, 2018 AND MUST BE MAILED TO:***

In re TerraForm Global, Inc. Securities Litigation
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Email: questions@TerraFormGlobalLitigationSettlement.com